

Exhibit "D"

O'MELVENY & MYERS LLP
400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

JULY 25, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 695713
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES.....	\$ 105,111.00
TOTAL SUPPORT SERVICES AND CHARGES	\$ 3,306.65
TOTAL AMOUNT OF THIS INVOICE	\$ 108,417.65
LESS 20% HOLDBACK FEE	\$ (21,022.20)
BALANCE DUE	\$ 87,395.45

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

July 25, 2007

INVOICE NUMBER: 695713
MATTER NUMBER: 0207998-00001

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

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FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
06/06/07	J KASTIN	PARTICPATE IN TELEPHONIC MEET AND CONFER WITH THE SPLINTER UNIONS	.40
06/07/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING THE MEMORANDUM OF UNDERSTANDING AMONG DELPHI, GM AND THE UAW	1.20
06/07/07	J KASTIN	TELECONFERENCES WITH T. JERMAN AND SKADDEN REGARDING MEMORANDUM OF UNDERSTANDING AMONG DELPHI, GM AND THE UAW	.90
06/07/07	TA JERMAN	TELEPHONE CONFERENCES, CORRESPONDENCE REGARDING NEGOTIATIONS, DOCUMENTATION, FORM OF UNION AGREEMENT	1.20
06/07/07	J KASTIN	REVIEW MATERIALS REGARDING BENEFITS FOR UNREPRESENTED INDIVIDUALS AND PLAN DOCUMENTS RELATED TO CHANGES PROPOSED IN THE DELPHI/GM/UAW MEMORANDUM OF UNDERSTANDING	.80
06/07/07	J KASTIN	CORRESPONDENCE WITH L. HASSEL REGARDING 1114 ISSUES	.30

Client: DELPHI CORPORATION

JULY 25, 2007

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DATE	NAME	DESCRIPTION	HOURS
06/08/07	J KASTIN	CORRESPONDENCE WITH L. HASSEL REGARDING DELPHI, GM AND UAW MEMORANDUM OF UNDERSTANDING	.40
06/08/07	J KASTIN	REVIEW INFORMATION FOR PUBLIC DISCLOSURE STATEMENT	.90
06/11/07	M JANIAK OLIVER	DRAFT LETTER TO FRANK KUPLICKI ENCLOSING TERRY DETRICK MEDICAL RECORDS; PREPARE DOCUMENTS	.20
06/11/07	TA JERMAN	CORRESPOND WITH B. SAX, J. KASTIN RE 1114 ISSUES	.50
06/13/07	TA JERMAN	CORRESPOND WITH B. SAX RE 1114 ISSUES, CONTRACT TERMS	.50
06/15/07	J KASTIN	REVIEW 1114 ISSUES	1.10
06/18/07	J KASTIN	PARTICIPATE WITH RESPECT TO LABOR MATTERS IN SKADDEN WORKING GROUP CONFERENCE CALL	.50
06/18/07	JI KOHN	COMMUNICATIONS WITH J. KASTIN REGARDING MOTION	.20
06/18/07	D AMBERKAR	LEGAL RESEARCH REGARDING LABOR STRATEGY	2.80
06/18/07	J KASTIN	REVIEW 1114 ISSUES AND RESEARCH; CORRESPONDENCE WITH SKADDEN AND D. AMBEKAR REGARDING SAME	2.40
06/18/07	J KASTIN	REVIEW PRECEDENT FOR SETTLEMENT APPROVAL MOTION AND STATUS OF AGREEMENT AMONG DELPHI, GM AND THE UAW	2.60
06/19/07	J KASTIN	TELECONFERENCE WITH T. JERMAN REGARDING MOTION TO APPROVE GM/UAW SETTLEMENT	.40
06/19/07	JI KOHN	REVIEW DOCUMENTS REGARDING SECTION 1113	.10
06/19/07	TA JERMAN	CORRESPOND WITH SKADDEN REGARDING 1114 ISSUES	.70
06/19/07	J KASTIN	REVIEW PRECEDENT FOR SETTLEMENT APPROVAL MOTION CONFORM TO POTENTIAL SETTLEMENT AMONG DELPHI, GM AND THE UAW	3.10

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DATE	NAME	DESCRIPTION	HOURS
06/20/07	J KASTIN	CONFERENCE CALL WITH SKADDEN, GROOM AND O'MELVENY LABOR TEAMS TO DISCUSS STRATEGY	1.00
06/20/07	J KASTIN	TELECONFERENCE WITH T. JERMAN REGARDING LABOR STRATEGY	.20
06/20/07	J KASTIN	REVIEW CASE LAW AND RELATED CORRESPONDENCE REGARDING ISSUES ARISING UNDER SECTION 1114	.70
06/20/07	D AMBERKAR	LEGAL RESEARCH REGARDING BANKRUPTCY CODE 1114	1.00
06/20/07	TA JERMAN	CORRESPOND WITH SKADDEN REGARDING 1114 ISSUES	.60
06/20/07	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN REGARDING 1114 ISSUES	1.00
06/20/07	J KASTIN	CONFORM MOTION FOR SETTLEMENT APPROVAL	1.10
06/20/07	J KASTIN	REVIEW RESEARCH REGARDING 1114 ISSUES; CORRESPONDENCE WITH SKADDEN REGARDING SAME	.50
06/21/07	J KASTIN	REVIEW CASE LAW REGARDING 1114 ISSUES	.90
06/22/07	J KASTIN	TELECONFERENCES WITH T. JERMAN AND SKADDEN REGARDING MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	.40
06/22/07	J KASTIN	REVIEW UAW SETTLEMENT AGREEMENT; DRAFT MOTION FOR APPROVAL OF SAME	9.10
06/22/07	JI KOHN	REVIEW DOCUMENTS; COMMUNICATIONS WITH J. KASTIN	.30
06/22/07	TA JERMAN	TELEPHONE CONFERENCE WITH SKADDEN REGARDING UAW AGREEMENT	.30
06/22/07	TA JERMAN	REVIEW / ANALYZE UAW AGREEMENT	1.90
06/22/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	9.40
06/23/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	11.80

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DATE	NAME	DESCRIPTION	HOURS
06/23/07	J KASTIN	CONFERENCE CALL WITH T. JERMAN AND SKADDEN REGARDING DRAFT MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	1.00
06/23/07	J KASTIN	TELECONFERENCES WITH D. AMBEKAR REGARDING DRAFT ORDER AND RESEARCH FOR MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	.60
06/23/07	J KASTIN	REVIEW AND INCORPORATE COMMENTS TO MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	1.10
06/23/07	JI KOHN	REVIEW / REVISE MOTION; COMMUNICATIONS WITH J. KASTIN REGARDING SAME	1.80
06/23/07	D AMBERKAR	LEGAL RESEARCH TO SUPPORT MOTION TO APPROVE SETTLEMENT; DRAFT AND REVISE LEGAL ARGUMENT SECTION OF MOTION TO APPROVE SETTLEMENT	7.70
06/23/07	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN REGARDING UAW AGREEMENT	1.20
06/23/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	7.40
06/24/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE MOTION FOR APPROVAL OF THE UAW SETTLEMENT AGREEMENT	7.80
06/24/07	J KASTIN	TELECONFERENCES WITH T. JERMAN REGARDING REVISIONS TO APPROVAL MOTION	.50
06/24/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE ORDER APPROVING THE UAW SETTLEMENT AGREEMENT	.70
06/24/07	TA JERMAN	REVIEW / ANALYZE FINAL VERSION OF UAW AGREEMENT	1.80
06/24/07	TA JERMAN	TELEPHONE CONFERENCES WITH B. SAX, J. KASTIN, SKADDEN REGARDING MOTION TO APPROVE UAW AGREEMENT	2.40
06/24/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	6.40
06/25/07	J KASTIN	TELECONFERENCES WITH SKADDEN REGARDING UAW SETTLEMENT AGREEMENT APPROVAL MOTION	2.00

Client: DELPHI CORPORATION
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DATE	NAME	DESCRIPTION	HOURS
06/25/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	5.40
06/25/07	J KASTIN	REVIEW AND REVISE CHART SUMMARIZING RESEARCH REGARDING NOTICE IN RECENT 1113/1114 REJECTION AND SETTLEMENT APPROVAL MOTIONS; CONFERENCES WITH M. KANAGA REGARDING SAME	1.90
06/25/07	M KANAGA	RESEARCH MOTION NOTICE PRACTICES IN BANKRUPTCY CASES	7.40
06/25/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION; COMMUNICATIONS WITH T. JERMAN	.40
06/25/07	R JANGER	RESEARCH AND ANALYZE ISSUES RELATED TO INDIVIDUAL RETIREE NOTICE	1.60
06/25/07	KR WHITMAN	RESEARCH 1113 MOTION NOTICE ISSUES.	1.00
06/25/07	TA JERMAN	ATTEND CONFERENCE CALLS REGARDING MOTION TO APPROVE UAW AGREEMENT	1.20
06/25/07	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING UAW AGREEMENT	1.60
06/25/07	TA JERMAN	RESEARCH, CORRESPONDENCE, REGARDING NOTICE REQUIREMENTS FOR MOTION TO APPROVE UAW AGREEMENT	1.30
06/25/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT, DRAFT ORDER	3.30
06/26/07	J KASTIN	CORRESPONDENCE WITH J. BUTLER AND SKADDEN TEAM REGARDING MOTION TO APPROVE THE UAW SETTLEMENT AGREEMENT AND ACCOMPANYING DOCUMENTS	3.30
06/26/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION AND ACCOMPANYING DOCUMENTS; CORRESPONDENCE WITH SKADDEN REGARDING SAME	4.80
06/26/07	J KASTIN	ATTEND 1113/1114 STATUS CONFERENCE	1.70
06/26/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION; COMMUNICATIONS WITH J. KASTIN	.20

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DATE	NAME	DESCRIPTION	HOURS
06/26/07	S HAUF	REVIEW AND ANALYZE NOTICE TO RETIREES	.90
06/26/07	D AMBERKAR	DRAFT AND REVISE MOTION TO APPROVE SETTLEMENT; LEGAL RESEARCH IN SUPPORT OF MOTION TO APPROVE SETTLEMENT	2.80
06/26/07	TA JERMAN	ATTEND STATUS CONFERENCE REGARDING UAW AGREEMENT	.70
06/26/07	TA JERMAN	DRAFT / REVISE MOTION, DOCUMENTS REGARDING UAW AGREEMENT	4.40
06/27/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	1.50
06/27/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE KEVIN BUTLER DECLARATION IN SUPPORT OF UAW SETTLEMENT AGREEMENT APPROVAL MOTION	4.20
06/27/07	J KASTIN	CORRESPONDENCE WITH SKADDEN, B. SAX AND C. MCWEE REGARDING VARIOUS ISSUES RELATED TO THE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	.60
06/27/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION	.30
06/27/07	R JANGER	CONFERENCE WITH J. KASTIN REGARDING TENTATIVE AGREEMENT; APPROVAL PROCESS	.30
06/27/07	J KASTIN	CORRESPONDENCE WITH SKADDEN AND DELPHI REGARDING APPROVAL MOTION SERVICE ISSUES	.30
06/27/07	J KASTIN	DRAFT K. BUTLER DECLARATION; CORRESPONDENCE REGARDING J. SHEEHAN DECLARATION	1.20
06/27/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTION, ORDER REGARDING UAW AGREEMENT	3.20
06/27/07	TA JERMAN	TELEPHONE CONFERENCES, CORRESPONDENCE WITH DELPHI, SKADDEN, J. KASTIN REGARDING MOTION, ORDER TO APPROVE UAW AGREEMENT	1.10
06/28/07	J KASTIN	TELECONFERENCES WITH SKADDEN REGARDING APPROVAL MOTION AND ACCOMPANYING DOCUMENTS	1.60

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DATE	NAME	DESCRIPTION	HOURS
06/28/07	J KASTIN	REVIEW COMMENTS FROM THE UAW, GM AND SKADDEN REGARDING THE APPROVAL MOTION AND ACCOMPANYING DOCUMENTS	1.10
06/28/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE MOTION FOR APPROVAL AND BUTLER DECLARATION	3.10
06/28/07	D AMBERKAR	LEGAL RESEARCH FOR THE MOTION TO APPROVE SETTLEMENT	.50
06/28/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTION, ORDER REGARDING UAW AGREEMENT	1.60
06/28/07	TA JERMAN	CORRESPOND WITH DELPHI, SKADDEN REGARDING 1114 ISSUES	.80
06/29/07	J KASTIN	CONFERENCE CALL WITH SKADDEN AND B. SAX REGARDING UAW SETTLEMENT AGREEMENT APPROVAL MOTION	1.00
06/29/07	J KASTIN	REVIEW FINAL APPROVAL MOTION AND ACCOMPANYING DOCUMENTS; CORRESPONDENCE WITH SKADDEN REGARDING SAME	2.10
06/30/07	JI KOHN	REVIEW MOTION	.20
* * Subtotal:			172.40
7 : FEE/EMPLOYMENT APPLICATIONS			
06/08/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FEE APPLICATION PROCEDURES	.30
06/14/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FEE COMMITTEE RECOMMENDATIONS	.20
* * Subtotal:			.50
TOTAL CHARGEABLE HOURS -----			172.90
FEES -----			\$105,111.00 *

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SUPPORT SERVICES AND CHARGES

COPYING	263.60
ONLINE RESEARCH	1,965.80
DELIVERY SERVICES/MESSENGERS	26.62
LOCAL TRAVEL	26.11
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	1,009.62
SCANNING SERVICES	14.90
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TOTAL SUPPORT SERVICES AND CHARGES -----	\$3,306.65 *
TOTAL CURRENT INVOICE-----	\$108,417.65 *

Outstanding Invoices as of July 26, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
-----	-----	-----	-----	-----	-----
635645	11/30/05	87,004.34	.00	.00	87,004.34
671676	11/27/06	120,469.89	115,758.79	.00	4,711.10
675813	12/28/06	105,384.56	85,778.06	.00	19,606.50
676640	01/25/07	132,311.00	129,088.95	.00	3,222.05
682009	02/28/07	83,439.70	80,592.50	.00	2,847.20
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60
<hr/>					
TOTAL PRIOR DUE -----				\$169,142.59 *	
<hr/>					
TOTAL AMOUNT DUE -----				\$277,560.24 **	

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		HOURS	RATE	FEES
10 : LITIGATION MATTERS (1113/1114)				
DEEPA AMBEKAR	ASSOCIATE	14.80	390.00	\$5,772.00
STACY HAUF	ASSOCIATE	.90	360.00	\$324.00
RACHEL S JANGER	ASSOCIATE	1.90	550.00	\$1,045.00
MELISSA JANIAK OLIVER	ASSOCIATE	.20	390.00	\$78.00
TOM A. JERMAN	PARTNER	54.50	795.00	\$43,327.50
MARK A KANAGA	ASSOCIATE	7.40	330.00	\$2,442.00
JESSICA KASTIN	ASSOCIATE	88.20	550.00	\$48,510.00
JEFFREY I. KOHN	PARTNER	3.50	875.00	\$3,062.50
KEITH R WHITMAN	ADMINISTRATION	1.00	275.00	\$275.00
<hr/>				
* * Subtotal:		172.40		\$104,836.00
7 : FEE/EMPLOYMENT APPLICATIONS				
JESSICA KASTIN	ASSOCIATE	.50	550.00	\$275.00
<hr/>				
* * Subtotal:		.50		\$275.00
<hr/>				
* * GRAND TOTAL:		172.90		\$105,111.00

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
06/01/07	180	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 180	18.00
06/07/07	227	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 227	22.70
06/08/07	26	Pages: 26	2.60
06/08/07	3	Pages: 3	0.30
06/08/07	26	Pages: 26	2.60
06/08/07	2	Pages: 2	0.20
06/08/07	1	Pages: 1	0.10
06/08/07	2	Pages: 2	0.20
06/11/07	10	Pages: 10	1.00
06/18/07	206	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 206	20.60
06/18/07	42	Pages: 42	4.20
06/18/07	407	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 407	40.70
06/22/07	46	Pages: 46	4.60
06/22/07	31	Pages: 31	3.10
06/22/07	31	Pages: 31	3.10
06/22/07	34	Pages: 34	3.40
06/22/07	46	Pages: 46	4.60
06/22/07	34	Pages: 34	3.40
06/22/07	31	Pages: 31	3.10
06/22/07	49	Pages: 49	4.90
06/22/07	34	Pages: 34	3.40
06/23/07	44	Pages: 44	4.40
06/23/07	46	Pages: 46	4.60
06/23/07	31	Pages: 31	3.10
06/23/07	26	Pages: 26	2.60
06/23/07	26	Pages: 26	2.60
06/23/07	47	Pages: 47	4.70
06/25/07	34	Pages: 34	3.40
06/25/07	33	Pages: 33	3.30
06/25/07	46	Pages: 46	4.60
06/25/07	58	Pages: 58	5.80
06/26/07	25	Pages: 25	2.50
06/26/07	14	Pages: 14	1.40
06/26/07	96	Pages: 96	9.60
06/26/07	43	Pages: 43	4.30
06/26/07	96	Pages: 96	9.60
06/26/07	96	Pages: 96	9.60
06/26/07	26	Pages: 26	2.60
06/26/07	25	Pages: 25	2.50
06/26/07	7	Pages: 7	0.70
06/26/07	25	Pages: 25	2.50
06/26/07	14	Pages: 14	1.40
06/26/07	26	Pages: 26	2.60
06/27/07	2	Pages: 2	0.20
06/27/07	109	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 109	10.90

Client: DELPHI CORPORATION
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DATE	QUANTITY	DESCRIPTION	AMOUNT
06/27/07	27	Pages: 27	2.70
06/27/07	2	Pages: 2	0.20
06/28/07	25	Pages: 25	2.50
06/28/07	27	Pages: 27	2.70
06/28/07	92	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 92	9.20
* * SUBTOTAL: COPYING			263.60
ONLINE RESEARCH			
06/18/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	901.29
06/23/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	921.54
06/25/07	1	ONLINE RESEARCH - WESTLAW MARK A KANAGA	132.62
06/28/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	10.35
* * SUBTOTAL: ONLINE RESEARCH			1,965.80
DELIVERY SERVICES/MESSENGERS			
06/25/07	1	DELIVERY SERVICES/MESSENGERS 1638300 FRANK KUPLICKI DELPHI CORPORATION LEGAL STAFF	26.62
* * SUBTOTAL: DELIVERY SERVICES/MESSENGERS			26.62
LOCAL TRAVEL			
06/23/07	1	LOCAL TRAVEL (TAXI)	26.11
* * SUBTOTAL: LOCAL TRAVEL			26.11
EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL			
07/23/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN 2/10-12 STRATEGY MTGS AT DELPHI-DETROIT	519.74
07/23/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/10-12 STRATEGY MTGS AT DELPHI-DETROIT	64.52
07/23/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/1-2 ATTEND MTGS RE: CLAIMS, 1113 ISSUES-DETROIT	8.97
07/23/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN 2/1-2 ATTEND MTGS RE: CLAIMS, 1113 ISSUES-DETROIT	416.39
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			1,009.62
SCANNING SERVICES			
06/05/07	5	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 5	0.50
06/05/07	6	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 6	0.60
06/05/07	45	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 45	4.50
06/12/07	1	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 1	0.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
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DATE	QUANTITY	DESCRIPTION	AMOUNT
06/13/07	1	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 1	0.10
06/13/07	2	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 2	0.20
06/13/07	1	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 1	0.10
06/13/07	45	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 45	4.50
06/13/07	42	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 42	4.20
06/14/07	1	SCANNING SERVICES (ACCUROUTE) Rivera, Nancy Pages: 1	0.10
* * SUBTOTAL: SCANNING SERVICES			14.90
TOTAL			3,306.65

O'MELVENY & MYERS LLP
400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

AUGUST 31, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 698790
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 48,184.00
TOTAL SUPPORT SERVICES AND CHARGES.....	\$ 948.21
TOTAL AMOUNT OF THIS INVOICE	\$ 49,132.21
LESS 20% HOLDBACK FEE.....	\$ (9,636.80)
BALANCE DUE.....	\$ 39,495.41

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP –P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

August 31, 2007

INVOICE NUMBER: 698790
MATTER NUMBER: 0207998-00001

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

=====

FOR PROFESSIONAL SERVICES RENDERED THROUGH JULY 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10	: LITIGATION MATTERS (1113/1114)		
07/08/07	TA JERMAN	REVIEW / ANALYZE E-MAILS, DOCUMENTS REGARDING IUE NEGOTIATIONS, MOTION TO APPROVE UAW AGREEMENT	1.80
07/09/07	J KASTIN	TELECONFERENCE WITH B. SAX AND SKADDEN REGARDING APPROVAL MOTIONS	.50
07/09/07	J KASTIN	PARTICIPATE IN SKADDEN WEEKLY CASE STATUS CALL	.70
07/09/07	J KASTIN	RESEARCH REGARDING APPROVAL OF MODIFICATION TO RETIREE WELFARE BENEFITS	.70
07/09/07	J KASTIN	REVIEW IUE-CWA AND USW SETTLEMENT PROPOSALS AND ISSUES REGARDING MODIFICATION TO RETIREE WELFARE BENEFITS	2.20
07/10/07	J KASTIN	CONFERENCE CALL WITH B. SAX, A. HOGAN, K. RAMLO AND J. GUGLIELMO REGARDING UCC QUESTIONS REGARDING THE UAW SETTLEMENT	1.00
07/10/07	J KASTIN	REVIEW CORRESPONDENCE FROM LATHAM AND SKADDEN REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT	.80

DATE	NAME	DESCRIPTION	HOURS
07/10/07	J KASTIN	CONFERENCE CALL WITH LATHAM, SKADDEN AND DELPHI REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT	1.30
07/10/07	J KASTIN	REVIEW MATERIALS REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT; CORRESPONDENCE WITH B. SAX REGARDING SAME	.80
07/11/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FUTURE SETTLEMENT AGREEMENT APPROVAL MOTIONS	.40
07/11/07	TA JERMAN	REVIEW / ANALYZE E-MAILS, DOCUMENTS REGARDING IUE NEGOTIATIONS, MOTION TO APPROVE UAW AGREEMENT	1.40
07/12/07	J KASTIN	REVIEW CORRESPONDENCE REGARDING QUESTIONS RAISED WITH RESPECT TO THE UAW SETTLEMENT AGREEMENT AND APPROVAL MOTION	.40
07/12/07	J KASTIN	DRAFT UAW SETTLEMENT APRROVAL MOTION SCRIPT AND PROFFER	.70
07/13/07	J KASTIN	DRAFT AND DISTRIBUTE SCRIPT AND PROFFER FOR HEARING ON APPROVAL OF THE UAW SETTLEMENT AGREEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	5.20
07/15/07	TA JERMAN	REVIEW / ANALYZE IUE MOU, ATTACHMENTS	1.20
07/16/07	J KASTIN	PARTICIPATE IN WEEKLY CASE STATUS CALL WITH SKADDEN TEAM	.70
07/16/07	J KASTIN	REVIEW IUE-CWA SETTLEMENT PROPOSAL	.60
07/16/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS WITH IUE	1.80
07/17/07	J KASTIN	TELECONFERENCE WITH SKADDEN LABOR TEAM REGARDING PREPARATION FOR 7/19 UAW SETTLEMENT APPROVAL HEARING	.30

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

Invoice 698790

Page No. 4

DATE	NAME	DESCRIPTION	HOURS
07/23/07	J KASTIN	CONFERENCE CALL WITH SKADDEN REGARDING THE IAM'S EPCA-RELATED INFORMATION REQUESTS	.50
07/23/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING THE IAM'S INFORMATION REQUESTS	.20
07/23/07	J KASTIN	CORRESPONDENCE WITH M. KANAGA AND SKADDEN REGARDING RESEARCH ON APPLICATION OF BANKRUPTCY STAY ON RIGHT TO REJECT COLLECTIVE BARGAINING AGREEMENTS	.30
07/23/07	J KASTIN	REVIEW INFORMATION REGARDING NON-REPRESENTED EMPLOYEES AND RETIREES; DRAFT AND DSITIBUTE MOTION REGARDING MODIFICATION TO OPEB FOR SAME	2.30
07/23/07	J KASTIN	REVIEW RESEARCH REGARDING APPLICATION OF BANKRUPTCY STAY ON RIGHT TO REJECT COLLECTIVE BARGAINING AGREEMENTS	.50
07/24/07	M KANAGA	RESEARCH AUTOMATIC STAY PROVISIONS FOR COLLECTIVE BARGAINING AGREEMENTS	2.40
07/24/07	M JANIAK OLIVER	REVIEW IUE-CWA/HEALTH PLAN AGREEMENT FOR TERMINATION PROVISION	.50
07/24/07	D AMBERKAR	REVIEW UAW AND IUE COLLECTIVE BARGAINING AGREEMENT FOR RELEVANT PROVISIONS	1.30
07/24/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING MOTION FOR APPROVAL OF MODIFICATIONS TO NON-REPRESENTED OPEB	.60
07/24/07	J KASTIN	REVIEW COMMENTS TO MOTION FOR APPROVAL OF MODIFICATION TO NON-REPRESENTED OPEB	1.20
07/24/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING THE IAM'S EPCA-RELATED INFORMATION REQUESTS	.20
07/24/07	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE, DRAFT AGREEMENTS REGARDING IUE, SPLINTER UNIONS, GM	1.70

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

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 Invoice 698790
 Page No. 5

DATE	NAME	DESCRIPTION	HOURS
07/25/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING RESPONSES TO THE IAM'S QUESTIONS REGARDING THE MODIFIED EPCA	.40
07/25/07	J KASTIN	REVIEW DRAFT IUE-CWA MEMORANDUM OF UNDERSTANDING CORRESPONDENCE WITH B. SAX REGARDING SAME	.60
07/25/07	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE, DRAFT AGREEMENTS REGARDING IUE, SPLINTER UNIONS, GM	1.30
07/26/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING MOTION APPROVING MODIFICATION TO RETIREE BENFITS FOR CERTAIN UNREPRESENTED RETIREES	.20
07/26/07	J KASTIN	REVIEW MOTION TO APPROVE IUOE, IAM AND IBEW SETTLEMENT AGREEMENTS	.60
07/26/07	J KASTIN	REVIEW CORRESPONDENCE REGARDING THE IAM'S QUESTIONS REGARDING A NEW EPCA	.40
07/26/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS, MOTIONS FOR APPROVAL	2.50
07/26/07	TA JERMAN	REVIEW / ANALYZE DRAFT FEE APPLICATION	1.00
07/27/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS, MOTIONS FOR APPROVAL	3.80
07/30/07	J KASTIN	PARTICIPATE IN CONFERENCE CALL WITH B. SAX, T. JERMAN AND THE SKADDEN LABOR TEAM REGARDING STRATEGY FOR 1113/1114 SETTLEMENT APPROVAL MOTIONS	1.00
07/30/07	J KASTIN	REVIEW GM-DELPHI OPEB TERM SHEET AND BEGIN REVISIONS TO APPROVAL MOTION FOR MODIFICATION OF RETIREE WELFARE BENEFITS FOR UNREPRESENTED EMPLOYEES AND RETIREES	.90
07/31/07	J KASTIN	REVIEW AND REVISE MOTION TO APPROVE SPLINTER SETTLEMENT AGREEMENTS AND MODIFICATIONS TO RETIREE HEALTH AND WELFARE FOR UNREPRESENTED RETIREES; CORRESPONDENCE WITH SKADDEN REGARDING SAME	1.20

Client: DELPHI CORPORATION Pg 20 of 40
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

AUGUST 31, 2007
 Invoice 698790
 Page No. 6

DATE	NAME	DESCRIPTION	HOURS
07/31/07	TA JERMAN	REVIEW / ANALYZE DRAFT MOTIONS FOR APPROVAL OF UNION AGREEMENTS	2.40
* * Subtotal: 65.40			
7 : FEE/EMPLOYMENT APPLICATIONS			
07/02/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	.20
07/03/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.20
07/05/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.40
07/05/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.80
07/06/07	S HAUF	COORDINATE EXHIBITS WITH PARALEGAL FOR FEE APPLICATION	.20
07/09/07	M WOO	PREPARE FEE APPLICATION EXHIBITS	3.60
07/13/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	3.50
07/23/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	.40
07/26/07	J KASTIN	REVIEW FIFTH INTERIM FEE APPLICATION; CORRESPONDENCE WITH S. HAUF REGARDING SAME	.30
07/26/07	S HAUF	FINALIZE FEE APPLICATION AND EXHIBITS	.80
07/27/07	J KASTIN	CORRESPONDENCE WITH S. HAUF REGARDING FIFTH INTERIM FEE APPLICATION	.20
07/31/07	S HAUF	COMMUNICATIONS WITH J. KASTIN AND T. JERMAN REGARDING FEE APPLICATION	.70
07/31/07	S HAUF	REVIEW AND ANALYZE FEE EXHIBITS AND APPLICATION AND FINALIZE; COMMUNICATIONS WITH J. KASTIN AND T. JERMAN REGARDING SAME	3.00

Client: DELPHI CORPORATION Pg 21 of 40

AUGUST 31, 2007

Matter: SECTION 1113/1114 ADVICE

Invoice 698790

File No.: 0207998-00001

Page No. 7

DATE	NAME	DESCRIPTION	HOURS
07/31/07	J KASTIN	REVIEW, REVISE, SERVE AND FILE FIFTH INTERIM FEE APPLICATION; CORRESPONDENC WITH T. JERMAN AND S. HAUF REGARDING SAME	1.80
07/31/07	KR WHITMAN	REVIEW AND EFILE FEE APPLICATION PAPERS.	1.00
* * Subtotal:			20.10
TOTAL CHARGEABLE HOURS -----			85.50
FEES -----			\$48,184.00 *

SUPPORT SERVICES AND CHARGES

COPYING	233.20
ONLINE RESEARCH	278.63
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	425.48
SCANNING SERVICES	10.90
TOTAL SUPPORT SERVICES AND CHARGES ----- \$948.21 *	

TOTAL CURRENT INVOICE-----	\$49,132.21 *
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Outstanding Invoices as of September 5, 2007

Invoice	Date	Inv.	Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34	
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40	
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50	
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90	
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60	
695713	07/25/07	108,417.65	.00	.00	108,417.65	

TOTAL PRIOR DUE -----	\$247,173.39 *
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TOTAL AMOUNT DUE ----- \$296,305.60 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

*• Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice*

For questions please contact Rachel Chan at (213) 430-6459.

SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		HOURS	RATE	FEES
10	: LITIGATION MATTERS (1113/1114)			
DEEPA AMBEKAR	ASSOCIATE	1.30	390.00	\$507.00
MELISSA JANIAK OLIVER	ASSOCIATE	.50	390.00	\$195.00
TOM A. JERMAN	PARTNER	24.40	795.00	\$19,398.00
MARK A KANAGA	ASSOCIATE	2.40	330.00	\$792.00
JESSICA KASTIN	ASSOCIATE	36.40	550.00	\$20,020.00
JEFFREY I. KOHN	PARTNER	.40	875.00	\$350.00
* * Subtotal:		65.40		\$41,262.00
7	: FEE/EMPLOYMENT APPLICATIONS			
STACY HAUF	ASSOCIATE	13.20	360.00	\$4,752.00
JESSICA KASTIN	ASSOCIATE	2.30	550.00	\$1,265.00
KEITH R WHITMAN	ADMINISTRATION	1.00	275.00	\$275.00
MICHELLE WOO	PARALEGAL	3.60	175.00	\$630.00
* * Subtotal:		20.10		\$6,922.00
* * GRAND TOTAL:		85.50		\$48,184.00

Client: DELPHI CORPORATION Pg 24 of 40

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
07/02/07	235	COPYING (COPITRAK-INTERNAL) NINO LINDA	23.50
		Pages: 235	
07/02/07	31	Pages: 31	3.10
07/02/07	10	Pages: 10	1.00
07/03/07	358	COPYING (COPITRAK-INTERNAL) NINO LINDA	35.80
		Pages: 358	
07/10/07	301	COPYING (COPITRAK-INTERNAL) NINO LINDA	30.10
		Pages: 301	
07/10/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA	0.10
		Pages: 1	
07/11/07	31	Pages: 31	3.10
07/11/07	15	Pages: 15	1.50
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	12	Pages: 12	1.20
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	7	Pages: 7	0.70
07/11/07	20	Pages: 20	2.00
07/11/07	20	Pages: 20	2.00
07/11/07	2	Pages: 2	0.20
07/11/07	12	Pages: 12	1.20
07/11/07	15	Pages: 15	1.50
07/11/07	10	Pages: 10	1.00
07/11/07	14	Pages: 14	1.40
07/11/07	20	Pages: 20	2.00
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	20	Pages: 20	2.00
07/11/07	5	Pages: 5	0.50
07/11/07	14	Pages: 14	1.40
07/11/07	10	Pages: 10	1.00
07/12/07	14	Pages: 14	1.40
07/12/07	14	Pages: 14	1.40
07/12/07	20	Pages: 20	2.00
07/17/07	9	COPYING (COPITRAK-INTERNAL) NINO LINDA	0.90
		Pages: 9	
07/18/07	39	Pages: 39	3.90
07/20/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA	0.10
		Pages: 1	
07/20/07	12	COPYING (COPITRAK-INTERNAL) NINO LINDA	1.20
		Pages: 12	
07/23/07	26	Pages: 26	2.60
07/24/07	535	COPYING (COPITRAK-INTERNAL) NINO LINDA	53.50
		Pages: 535	
07/24/07	26	Pages: 26	2.60
07/26/07	4	Pages: 4	0.40
07/26/07	1	Pages: 1	0.10
07/26/07	9	Pages: 9	0.90
07/26/07	6	Pages: 6	0.60

Client: DELPHI CORPORATION Pg 25 of 40
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

08/31/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
07/26/07	9	Pages: 9	0.90
07/26/07	4	Pages: 4	0.40
07/26/07	20	Pages: 20	2.00
07/26/07	2	Pages: 2	0.20
07/26/07	8	Pages: 8	0.80
07/26/07	41	Pages: 41	4.10
07/27/07	3	Pages: 3	0.30
07/27/07	3	Pages: 3	0.30
07/27/07	5	Pages: 5	0.50
07/27/07	5	Pages: 5	0.50
07/27/07	2	Pages: 2	0.20
07/27/07	3	Pages: 3	0.30
07/27/07	25	Pages: 25	2.50
07/27/07	5	Pages: 5	0.50
07/27/07	23	Pages: 23	2.30
07/27/07	4	Pages: 4	0.40
07/27/07	2	Pages: 2	0.20
07/27/07	25	Pages: 25	2.50
07/30/07	210	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 210	21.00
* * SUBTOTAL: COPYING			233.20

ONLINE RESEARCH

07/24/07	1	ONLINE RESEARCH - WESTLAW MARK A KANAGA	278.63
* * SUBTOTAL: ONLINE RESEARCH			278.63

EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL

08/01/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/1 MEAL-TRIP TO DETROIT	29.91
08/01/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/11-12 DELPHI STRATEGY MTGS IN DETROIT	98.68
08/01/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN 2/11-12 DELPHI STRATEGY MTGS IN DETROIT	296.89
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			425.48

SCANNING SERVICES

07/02/07	11	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 11	1.10
07/09/07	4	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 4	0.40
07/16/07	9	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 9	0.90
07/16/07	10	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 10	1.00
07/16/07	7	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 7	0.70
07/16/07	7	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 7	0.70
07/18/07	1	SCANNING SERVICES (ACCUROUTE) Nino,	0.10

DATE	QUANTITY	DESCRIPTION	AMOUNT
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCUROUTE) Nino,	0.10
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCUROUTE) Nino,	0.10
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCUROUTE) Nino,	0.10
07/20/07	15	Linda Pages: 1 SCANNING SERVICES (ACCUROUTE) Scott,	1.50
07/20/07	1	Sabrina Pages: 15 SCANNING SERVICES (ACCUROUTE) Nino,	0.10
07/20/07	15	Linda Pages: 1 SCANNING SERVICES (ACCUROUTE) Scott,	1.50
07/31/07	26	Sabrina Pages: 15 SCANNING SERVICES (ACCUROUTE) Hauf, Stacy J. Pages: 26	2.60
* * SUBTOTAL: SCANNING SERVICES			10.90
TOTAL			948.21

O'MELVENY & MYERS LLP
400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

SEPTEMBER 30, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 704316
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 30,382.00
TOTAL SUPPORT SERVICES AND CHARGES.....	\$ 612.45
TOTAL AMOUNT OF THIS INVOICE	\$ 30,994.45
LESS 20% HOLDBACK FEE.....	\$ (6,076.40)
BALANCE DUE.....	\$ 24,918.05

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

September 30, 2007

INVOICE NUMBER: 704316
MATTER NUMBER: 0207998-00001

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

=====

FOR PROFESSIONAL SERVICES RENDERED THROUGH AUGUST 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10	: LITIGATION MATTERS (1113/1114)		
08/01/07	J KASTIN	DRAFT, REVIEW AND REVISE APPROVAL MOTION FOR SPLINTER UNION SETTLEMENT AGREEMENT AND MODIFICATIONS TO NON-REPRESENTED RETIREE BENEFITS	2.40
08/01/07	J KASTIN	REVIEW FINAL SPLINTER UNION SETTLEMENT AGREEMENTS	.80
08/02/07	J KASTIN	ATTEND 1113 STATUS CONFERENCE BEFORE JUDGE DRAIN	2.00
08/02/07	J KASTIN	DRAFT AND DISTRIBUTE GM/DELPHI TERM SHEET REGARDING OPEB FOR UNREPRESENTED EMPLOYEES; REVIEW APPROVAL MOTION REGARDING SAME	1.10
08/02/07	TA JERMAN	ATTEND STATUS CONFERENCE	.80
08/02/07	TA JERMAN	REVIEW / ANALYZE SPLINTER UNION AGREEMENTS	1.70
08/02/07	J KASTIN	REVIEW SPLINTER UNION MEMORANDA OF UNDERSTANDING	1.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

SEPTEMBER 30, 2007
Invoice 704316
Page No. 2

DATE	NAME	DESCRIPTION	HOURS
08/02/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING APPROVAL MOTION FOR SPLINTER SETTLEMENT AGREEMENTS AND MODIFICATION OF NON-REPRESENTED RETIREE BENEFITS	.20
08/02/07	J KASTIN	REVISE APPROVAL MOTION FOR SPLINTER UNION SETTLEMENT AGREEMENTS AND MODIFICATION OF NON-REPRESENTED RETIREE BENEFITS	.40
08/03/07	D AMBERKAR	LEGAL RESEARCH REGARDING LABOR STRATEGY	2.00
08/03/07	TA JERMAN	REVIEW / ANALYZE MOTIONS TO APPROVE IUE, SPLINTER UNION AGREEMENTS	3.30
08/03/07	TA JERMAN	CORRESPOND WITH J. KASTIN REGARDING SPLINTER UNION ISSUES, MOTIONS	.60
08/03/07	J KASTIN	REVIEW CASE LAW AND ISSUES RAISED BY THE IUE-CWA REGARDING SECTION 302 EXCEPTIONS TO EMPLOYER PAYMENTS TO LABOR ORGANIZATIONS; CORRESPONDENCE WITH B. SAX AND D. AMBEKAR REGARDING SAME	2.40
08/03/07	J KASTIN	REVIEW AND REVISE TERM SHEET BETWEEN GM AND DELPHI REGARDING MODIFICATION OF BENEFITS FOR NON-REPRESENTED EMPLOYEES AND RETIREES; CORRESPONDENCE WITH B. SAX REGARDING SAME	.40
08/03/07	J KASTIN	TELECONFERENCE WITH B. MEHLSACK REGARDING INTERNATIONAL PARTICIPATION IN IUOE MEMORANDUM OF UNDERSTANDING	.40
08/03/07	J KASTIN	CORRESPONDENCE WITH J. BERKE, T. JERMAN AND B. SAX REGARDING POTENTIAL SIDE LETTER AGREEMENT WITH THE IUOE INTERNATIONAL UNION	1.10
08/03/07	J KASTIN	REVIEW AND REVISE MOTION FOR APPROVAL OF SPLINTER UNION SETTLEMENT AGREEMENTS; CORRESPONDENCE WITH R.D. KOHUT REGARDING SAME	.70
08/04/07	J KASTIN	REVIEW CASE LAW ON SECTION 302 EXCEPTIONS; CORRESPONDENCE WITH B. SAX REGARDING SAME	.60

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

SEPTEMBER 30, 2007
Invoice 704316
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
08/04/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING IUOE SIDE LETTER; NON-REPRESENTED GM/DELPHI TERM SHEET; AND SPLINTER UNION MEMORANDA OF AGREEMENT	.40
08/05/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTIONS TO APPROVE IUE, SPLINTER UNION AGREEMENTS	1.80
08/05/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING MOTION TO APPROVE SPLINTER UNION SETTLEMENT AGREEMENTS AND MODIFICATIONS TO NON-REPRESENTED RETIREE BENEFITS	.40
08/06/07	TA JERMAN	CORRESPOND WITH SKADDEN, J. KASTIN REGARDING NON-REPRESENTED EMPLOYEES, MOTION TO APPROVE AGREEMENTS	1.40
08/06/07	R NEGLIA	COMPILE AGREEMENTS FOR D. AMBEKAR'S REVIEW	1.80
08/06/07	D AMBERKAR	LABOR STRATEGY CALL WITH J. BUTLER, J. KASTIN, R. KOHT AND T. MATZ	.80
08/06/07	D AMBERKAR	REVIEW AND REVISE SETTLEMENT APPROVAL MOTION	1.00
08/06/07	J KASTIN	LABOR STRATEGY CALL WITH J. BUTLER, J. BERKE, T. JERMAN, R. KOHUT AND D. AMBEKAR	.80
08/06/07	J KASTIN	REVIEW CORRESPONDENCE AMONG DELPHI, SKADDEN AND WEIL REGARDING LABOR STRATEGY AND REVISIONS TO APPROVAL MOTION	.60
08/08/07	TA JERMAN	REVIEW / ANALYZE USW PROPOSALS	1.10
08/12/07	TA JERMAN	REVIEW / ANALYZE USW PROPOSALS	1.10
08/13/07	J KASTIN	PARTICPATE WITH RESPECT TO LABOR MATTERS IN SKADDEN WEEKLY STATUS CONFERENCE CALL	.60
08/15/07	TA JERMAN	REVIEW / ANALYZE USW AGREEMENTS	.70

Client: DELPHI CORPORATION
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DATE	NAME	DESCRIPTION	HOURS
08/15/07	J KASTIN	REVIEW DECLARATIONS IN SUPPORT OF SPLINTER UNION AND NON-REPRESENTED SETTLEMENT APPROVAL MOTIONS	.60
08/15/07	J KASTIN	REVIEW DRAFT USW AGREEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	1.20
08/16/07	J KASTIN	ATTEND HEARING ON APPROVAL OF SPLINTER AND IUE-CWA SETTLEMENT AGREEMENTS	1.50
08/16/07	TA JERMAN	ATTEND STATUS CONFERENCE	.50
08/16/07	J KASTIN	REVIEW IUE-CWA AND SPLINTER UNION PROPOSED ORDERS	.50
08/16/07	J KASTIN	REVIEW DRAFT USW SETTLEMENT APPROVAL MOTION AND SETTLEMENT AGREEMENT	1.20
08/17/07	TA JERMAN	REVIEW / ANALYZE MOTION REGARDING USW AGREEMENTS	1.70
08/17/07	TA JERMAN	CORRESPOND WITH J. KASTIN, SKADDEN, B. SAX, C. MCWEE REGARDING INFORMATION IN DATA ROOM	.70
08/17/07	J KASTIN	CORRESPONDENCE WITH SKADDEN, C. MCWEE AND T. JERMAN REGARDING EPCA LABOR-RELATED DILIGENCE	.30
08/17/07	J KASTIN	REVIEW APPROVAL MOTION AND ACCOMPANYING DOCUMENTS FOR USW SETTLEMENT	1.10
08/17/07	J KASTIN	REVIEW LABOR DATA ROOM INDEX REGARDING POTENTIAL INDICATIONS OF REDACTED OR PRIVILEGED INFORMATION FOR EPCA-RELATED DUE DILIGENCE	.60
08/19/07	TA JERMAN	CORRESPOND WITH J. KASTIN, SKADDEN REGARDING INFORMATION IN DATA ROOM	.60
08/20/07	D AMBERKAR	REVIEW AND REVISE DOCUMENTS RELATED TO UNION SETTLEMENT AGREEMENT	1.20
08/20/07	J KASTIN	CORRESPONDENCE WITH C. MCWEE, B. SAX AND T. JERMAN REGARDING EPCA DILLIGENCE RELATED TO INFORMATION IN THE 1113/1114 LABOR DATA ROOM	.40

Client: DELPHI CORPORATION
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SEPTEMBER 30, 2007
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DATE	NAME	DESCRIPTION	HOURS
08/21/07	J KASTIN	REVIEW MATERIALS AND CORRESPONDENCE WITH SKADDEN REGARDING EPCA DUE DILLIGENCE ON FOREIGN BENEFIT PLANS	.40
08/21/07	D AMBERKAR	REVIEW DOCUMENTS RELATING TO THE UNITED STEELWORKERS SETTLEMENT	.10
08/21/07	R NEGLIA	CONFER WITH D. AMBEKAR RE: EXHIBITS NEEDED; LOCATE EXHIBITS; COMPILE SAME FOR D. AMBEKAR'S REVIEW	2.70
08/22/07	R NEGLIA	ATTENTION TO HEARING MATERIALS; COMPILE SAME FOR ATTORNEY REVIEW	1.20
08/28/07	J KASTIN	PARTICIPATE IN SKADDEN CASE STATUS CONFERENCE CALL	.70
08/29/07	D AMBERKAR	ATTEND UNITED STEELWORKERS SETTLEMENT APPROVAL HEARING	1.00
* * Subtotal:			52.70
7	: FEE/EMPLOYMENT APPLICATIONS		
08/01/07	J KASTIN	CORRESPONDENCE SKADDEN, T. JERMAN AND S. HAUF REGARDING FEE APPLICATION	.40
* * Subtotal:			.40
TOTAL CHARGEABLE HOURS -----			53.10
FEES -----			\$30,382.00 *
SUPPORT SERVICES AND CHARGES			
COPYING		301.50	
ONLINE RESEARCH		98.78	
DELIVERY SERVICES/MESSengers		186.06	
LOCAL TRAVEL		26.11	
TOTAL SUPPORT SERVICES AND CHARGES -----			\$612.45 *

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SEPTEMBER 30, 2007
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TOTAL CURRENT INVOICE----- \$30,994.45 *

Outstanding Invoices as of October 2, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60
695713	07/25/07	108,417.65	87,395.45	.00	21,022.20
698790	08/31/07	49,132.21	.00	.00	49,132.21

TOTAL PRIOR DUE ----- \$208,910.15 *

TOTAL AMOUNT DUE ----- \$239,904.60 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		HOURS	RATE	FEES
10	: LITIGATION MATTERS (1113/1114)			
	DEEPA AMBEKAR	ASSOCIATE	6.10	\$2,379.00
	TOM A. JERMAN	PARTNER	16.00	\$12,720.00
	JESSICA KASTIN	ASSOCIATE	24.90	\$13,695.00
	ROSS NEGLIA	PARALEGAL	5.70	\$1,368.00
	-----	-----	-----	-----
	* * Subtotal:	52.70		\$30,162.00
7	: FEE/EMPLOYMENT APPLICATIONS			
	JESSICA KASTIN	ASSOCIATE	.40	\$220.00
	-----	-----	-----	-----
	* * Subtotal:	.40		\$220.00
	-----	-----	-----	-----
	* * GRAND TOTAL:	53.10		\$30,382.00

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

09/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
08/01/07	26	Pages: 26	2.60
08/02/07	274	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 274	27.40
08/03/07	11	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 11	1.10
08/05/07	13	Pages: 13	1.30
08/05/07	4	Pages: 4	0.40
08/05/07	19	Pages: 19	1.90
08/05/07	39	Pages: 39	3.90
08/06/07	39	Pages: 39	3.90
08/07/07	933	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 933	93.30
08/07/07	1	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 1	0.10
08/13/07	41	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 41	4.10
08/15/07	19	Pages: 19	1.90
08/15/07	22	Pages: 22	2.20
08/15/07	173	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 173	17.30
08/15/07	25	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 25	2.50
08/21/07	248	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 248	24.80
08/21/07	10	COPYING (COPITRAK-INTERNAL) NEGLIA ROSS Pages: 10	1.00
08/21/07	481	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 481	48.10
08/27/07	1	Pages: 1	0.10
08/27/07	3	Pages: 3	0.30
08/27/07	193	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 193	19.30
08/27/07	4	Pages: 4	0.40
08/27/07	5	Pages: 5	0.50
08/27/07	1	Pages: 1	0.10
08/27/07	3	Pages: 3	0.30
08/27/07	13	Pages: 13	1.30
08/27/07	2	Pages: 2	0.20
08/27/07	7	Pages: 7	0.70
08/27/07	3	Pages: 3	0.30
08/27/07	4	Pages: 4	0.40
08/27/07	1	Pages: 1	0.10
08/27/07	2	Pages: 2	0.20
08/27/07	5	Pages: 5	0.50
08/29/07	38	Pages: 38	3.80
08/29/07	7	Pages: 7	0.70
08/30/07	8	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 8	0.80
08/31/07	275	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 275	27.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

09/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
08/31/07	62	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 62	6.20
* * SUBTOTAL: COPYING			301.50
ONLINE RESEARCH			
08/03/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	98.78
* * SUBTOTAL: ONLINE RESEARCH			98.78
DELIVERY SERVICES/MESSENGERS			
08/23/07	1	DELIVERY SERVICES/MESSENGERS 1646831 SEE LIST SEE LIST SEE LIST	186.06
* * SUBTOTAL: DELIVERY SERVICES/MESSENGERS			186.06
LOCAL TRAVEL			
08/03/07	1	LOCAL TRAVEL (TAXI)	26.11
* * SUBTOTAL: LOCAL TRAVEL			26.11
TOTAL			612.45

O'MELVENY & MYERS LLP
400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

OCTOBER 30, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 704746
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$	635.00
TOTAL SUPPORT SERVICES AND CHARGES.....	\$	274.40
TOTAL AMOUNT OF THIS INVOICE	\$	909.40
LESS 20% HOLDBACK FEE.....	\$	(127.00)
BALANCE DUE.....	\$	782.40

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

October 30, 2007

INVOICE NUMBER: 704746
MATTER NUMBER: 0207998-00001

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH SEPTEMBER 30, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
09/04/07 J KASTIN		REVIEW GM'S COMMENTS TO THE COMPANY'S DISCLOSURE STATEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	.40
09/06/07 J KASTIN		REVIEW INFORMATIONAL NOTICES TO EMPLOYEES REGARDING RELEASES UNDER PROPOSED PLAN OF REORGANIZATION	.40
09/24/07 D AMBERKAR		REVIEW DOCUMENTS FOR REORGANIZATION PLAN	.50
* * Subtotal:			1.30
TOTAL CHARGEABLE HOURS -----			1.30
FEES -----			\$635.00 *

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

10/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
09/05/07	2	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 2	0.20
09/10/07	72	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 72	7.20
09/10/07	76	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 76	7.60
09/10/07	224	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 224	22.40
09/10/07	67	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 67	6.70
09/10/07	233	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 233	23.30
09/10/07	90	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 90	9.00
09/10/07	415	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 415	41.50
09/10/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/11/07	273	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 273	27.30
09/11/07	12	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 12	1.20
09/11/07	9	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 9	0.90
09/12/07	433	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 433	43.30
09/12/07	21	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 21	2.10
09/13/07	29	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 29	2.90
09/17/07	3	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 3	0.30
09/18/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/18/07	10	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 10	1.00
09/18/07	496	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 496	49.60
09/19/07	32	COPYING (COPITRAK-INTERNAL) JERMAN TOM A. Pages: 32	3.20
09/19/07	6	COPYING (COPITRAK-INTERNAL) JERMAN TOM A. Pages: 6	0.60
09/28/07	238	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 238	23.80
* * SUBTOTAL: COPYING			274.30
SCANNING SERVICES			
09/27/07	1	SCANNING SERVICES (ACCUROUTE) Nino, Linda Pages: 1	0.10
* * SUBTOTAL: SCANNING SERVICES			0.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

10/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
TOTAL			274.40